

EXHIBIT 23

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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In Re: AUTOMOTIVE PARTS	:	
ANTITRUST LITIGATION	:	
ALL PARTS	:	Case No.: 12-MD-02311
THIS RELATES TO: ALL CASES	:	Honorable Marianne O. Battani
	:	Special Master Gene Esshaki
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**DECLARATION OF LEWIS MCCULLEN IN SUPPORT OF
BMW MANUFACTURING CO., LLC'S OPPOSITION TO MOTION TO COMPEL**

I, Lewis McCullen, hereby declare under penalty of perjury as follows:

1. I am employed as a Production Control Systems Analyst at BMW Manufacturing Co., LLC ("BMW MC"). I have been employed by BMW MC since September of 2001.

2. In my current role, part of my responsibility is production planning and volume monitoring. I make this declaration based upon personal knowledge and a review of business records and information concerning BMW MC.

I. BMW MC's Limited Production for Distribution in U.S.

3. The volume of vehicles assembled by BMW MC has always been relatively small, and a majority of those vehicles are ultimately distributed outside of the United States.

4. Based on records from BMW MC's Production Control Department and BMW MC's public statements concerning its total U.S. production, the following chart has been prepared, which identifies (1) the applicable year at issue (the first column); (2) the total number of light weight vehicle sales in the U.S. based on publicly available data from the U.S. Federal

Reserve¹ (the second column); (3) the number of vehicles assembled by BMW MC since BMW MC began assembling vehicles (the third column); (4) the number of vehicles sold to BMW AG for ultimate distribution in the United States (the fourth column); and (5) the U.S. light weight vehicle market share of the BMW MC vehicles distributed in the United States based on the information in the other columns:

BMW MANUFACTURING PRODUCTION				
Year	U.S. Light Weight Vehicle Sales (Federal Reserve Data)	Total Vehicles Assembled by BMW MC	Total Vehicles Assembled Distributed in U.S.	BMW U.S. Production: Share of U.S. Light Weight Vehicle Sales
1994	15,044,900	168	162	0.0011%
1995	14,728,400	11,933	9,450	0.0642%
1996	15,097,100	51,301	24,534	0.1625%
1997	15,121,900	61,015	20,594	0.1362%
1998	15,543,000	54,636	21,566	0.1388%
1999	16,893,700	51,541	23,789	0.1408%
2000	17,349,700	83,672	47,638	0.2746%
2001	17,122,400	121,680	58,657	0.3426%
2002	16,816,200	123,420	59,517	0.3539%
2003	16,639,100	166,655	65,655	0.3946%
2004	16,866,700	143,250	54,577	0.3236%
2005	16,948,300	125,086	48,523	0.2863%
2006	16,503,900	105,172	42,332	0.2565%
2007	16,088,900	157,530	50,504	0.3139%
2008	13,194,900	170,741	48,921	0.3708%
2009	10,402,200	123,054	33,354	0.3206%
2010	11,554,800	159,284	48,972	0.4238%
2011	12,734,900	276,065	85,075	0.6680%
2012	14,442,500	301,519	99,724	0.6905%
2013	15,531,800	297,326	86,566	0.5573%
2014	16,435,100	349,949	102,326	0.6226%

¹ See Light Weight Vehicle Sales (not seasonally adjusted), Federal Reserve of St. Louis Economic Data, <https://research.stlouisfed.org/fred2/release?rid=93>.

2015	17,386,300	400,904	119,648	0.6882%
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I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief this 18th day of February, 2016.



Lewis McCullen